

UNITED STATES DISTRICT COURT
DISTRICT OF MASSACHUSETTS

UNITED STATES OF AMERICA, ET AL.,
Plaintiffs,
v.
AMERICAN AIRLINES GROUP INC. and
JETBLUE AIRWAYS CORPORATION,
Defendants.

Civil Action No. 1:21-cv-11558-LTS

**DECLARATION OF ELISE M. NELSON IN SUPPORT OF
AMERICAN AIRLINES GROUP INC. AND JETBLUE AIRWAYS CORPORATION'S
DAUBERT MOTION AND MOTION IN LIMINE CONCERNING PLAINTIFFS'
EXPERT'S MERGER SIMULATION MODEL**

I, Elise M. Nelson, an attorney admitted to practice *pro hac vice* before the United States District Court for the District of Massachusetts, declare under penalty of perjury, pursuant to 28 U.S.C. § 1746, as follows:

1. I am associated with the law firm of Latham and Watkins LLP, 505 Montgomery Street, Suite 2000, San Francisco, California 94111, attorneys for Defendant American Airlines Group Inc., and a member in good standing of the bar of the State of California and the District of Columbia.
2. I was admitted to appear *pro hac vice* before this Court on June 13, 2022.
3. I submit this declaration in further support of Defendants' American Airlines Group Inc. and JetBlue Airways Corporation's *Daubert Motion and Motion In Limine Concerning Plaintiffs' Expert's Merger Simulation Model*.

4. Attached hereto as **Exhibit A** is a true and correct copy of excerpts from the Expert Report of Nathan H. Miller, Ph.D., dated June 9, 2022.

5. Attached hereto as **Exhibit B** is a true and correct copy of an article by Gregory J. Werden, Luke M. Froeb, and David T. Scheffman, titled “*A Daubert Discipline for Merger Simulation*,” 18 ANTITRUST 89 (2004).

6. Attached hereto as **Exhibit C** is a true and correct copy of excerpts from the transcript of the Deposition of Dennis W. Carlton, Ph.D., on August 23, 2022.

7. Attached hereto as **Exhibit D** is a true and correct copy of excerpts from the transcript of the Deposition of Nathan H. Miller, Ph.D., on August 17, 2022.

8. Attached hereto as **Exhibit E** is a true and correct copy of an article by Aditi Mehta and Nathan H. Miller, titled “*Choosing Appropriate Control Groups in Merger Evaluations*,” published by the Swedish Competition Authority in “*More Pros and Cons of Merger Control*,” (Konkurrensverket, 2012).

9. Attached hereto as **Exhibit F** is a true and correct copy of excerpts from the Expert Report of Robert J. Town, Ph.D., dated June 9, 2022.

10. Attached hereto as **Exhibit G** is a true and correct copy of an article by Craig Peters, titled “*Evaluating the Performance of Merger Simulation: Evidence from the U.S. Airline Industry*,” 49 J. L. & ECON. 26 (2006).

11. Attached hereto as **Exhibit H** is a true and correct copy of an article by Robert Hazel, titled “*Airline Capacity Discipline in the U.S. Domestic Market*,” 66 J. AIR TRANSPORT MGMT. 78 (2018).

12. Attached hereto as **Exhibit I** is a true and correct copy of an article by Dennis Carlton et al., titled “Are Legacy Airline Mergers Pro- or Anti-Competitive? Evidence From Recent U.S. Airline Mergers,” 62 INT’L J. INDUS. ORG. 58 (2019).

13. Attached hereto as **Exhibit J** is a true and correct copy of an article by Huubinh B. Le, titled “An Ex Post Analysis of the US Airways/American Airlines Merger,” 11 REV. OF ECON. ANALYSIS 383 (2019).

14. Attached hereto as **Exhibit K** is a true and correct copy of an article by Somnath Das, titled “Effect of Merger on Market Price and Product Quality: American and US Airways,” 55 REV. OF INDUS. ORG. 339 (2019).

15. Attached hereto as **Exhibit L** is a true and correct copy of excerpts from the Expert Reply Report of Robert J. Town, Ph.D., dated August 8, 2022.

16. Attached hereto as **Exhibit M** is a true and correct copy of excerpts from the Expert Reply Report of Nathan H. Miller, Ph.D., dated August 8, 2022.

I declare under penalty of perjury that the foregoing is true and correct.

Executed on September 2, 2022 in Aptos, CA.

/s/ Elise M. Nelson
Elise M. Nelson

CERTIFICATE OF SERVICE

I hereby certify that the foregoing document, which was filed with the Court through the CM/ECF system, will be sent electronically to all registered participants as identified on the Notice of Electronic Filing. I further certify that true, unredacted versions of all exhibits referenced herein were served by electronic mail on all counsel of record on September 2, 2022.

/s/ Daniel M. Wall

Daniel M. Wall